

CONSTITUTION
OF THE
Canadian Electrical
Association

In affiliation with
National Electric Light
Association



AS AMENDED, JUNE, 1920

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CONSTITUTION

ARTICLE I.—Name.

This Association shall be known as the Canadian Electrical Association (hereinafter called the C.E.A.) and is in affiliation with the National Electric Light Association (hereinafter called the N.E.L.A.). This Association shall have the status of a Geographic Division in the N.E.L.A. subject to the provisions of Art. V.

All members of either Association residing in Canada shall be members of the C.E.A. and affiliated members of the N.E.L.A.

In consideration of the differences in rating between Class A, B, D and E, members of the C.E.A. and Class A, B, D and E, members of the N.E.L.A., C.E.A. members will not have the privilege of voting at, though they may attend the Executive Sessions of the N.E.L.A.

ARTICLE II.—Headquarters.

The location for the Head Office of the Association shall be selected by the Class A and D members in executive session at the Annual Convention. The location first selected shall be for a period of two years, and after that period such location can be extended or changed from year to year at any Annual Convention.

ARTICLE III.—Object.

The object of this Association shall be to advance the art and science of the production, distribution, and use of electricity for light, heat and power for

public service and to promote the technical and commercial interests of its members of all classes.

In the furtherance of this object the Association shall hold meetings for the reading and discussion of papers and general interchange of opinions and to foster friendly intercourse between members.

ARTICLE IV.—Membership.

Sec. 1.—Members shall be divided into the following classes:

Class (A) Central Station Company Members.

Class (B) Central Station Individual Members.

Class (C) Invited Members.

Class (D) Manufacturer Company Members.

Class (E) Manufacturer Individual Members.

Class (F) Associate Company Members.

Class (G) Associate Individual Members, Honorary Members.

Sec. 2.—Class A members shall be private corporations or individuals located in Canada engaged in the business of producing and supplying electricity, for light, heat or power for commercial or public use. They shall be entitled, through their regularly accredited delegates, to attend all meetings of this Association, to vote and to hold office.

Sec. 3.—Class B members shall be officers or employees of Class A member Companies of the C.E.A.; or Class A member companies of the N.E.L.A. located outside of Canada, provided said officers or employees are located in Can-

ada; and they shall be elected and continued only from year to year with the written consent of the Class A member Company with which they are connected. They shall have all the privileges of Class A members, except the right to vote and to attend the executive sessions of this Association, but shall be allowed to attend such executive sessions upon obtaining the written consent of the Class A member company vouching for their membership.

Sec. 4.—Class C members shall be officials of Public Service Commissions, instructors, teachers, or practitioners of engineering and related sciences and of other professions, and others who are in sympathy with and approve of the objects of this Association. They may become or remain members only upon the invitation of the Executive Committee of this Association. They shall have all the privileges of Class A members except the right to vote, to hold elective office, and to attend the executive sessions.

Sec. 5.—Class D members shall be companies or firms who are located in Canada, engaged in the manufacture of electrical apparatus or equipment for the production or use of electricity. They shall be entitled through their regularly accredited delegate to attend all meetings of the Association, to vote and to hold office.

Sec. 6.—Class E members shall be officers or employees of Class D member companies of the C.E.A.; or Class D member companies of the N.E.L.A. located outside of Canada provided said officers or employees are located in Canada; they shall be elected or continued

from year to year only with the written approval of the Class D members with which they are connected. They shall have all the privileges of Class D members except to attend and to vote at the Executive Sessions of the Association, but shall be allowed to attend such executive sessions upon obtaining the written consent of the Class D member vouching for their membership.

Sec. 7.—Class F members shall be companies or firms of electrical jobbers, contractors, dealers, electrical or mechanical engineers, publishers, associations or others—corporations or individuals—located in Canada who are directly or indirectly interested in advancing the use of electricity. They shall have all the privileges of Class A and D members except the right to vote, to hold office and to attend executive sessions.

Sec. 8.—Class G members shall be officers or employees of Class F member Companies of the C.E.A., or Class F member Companies of the N.E.L.A. located outside of Canada, provided said officers or employees are located in Canada; they shall be elected or continued from year to year only with the written approval of the Class F members with which they are connected.

Class G members may be persons interested in advancing the art of applied electricity, not employed by a company or individual eligible for membership, but proposed and recommended by a Class A or D member.

Class G members shall have the same privileges as Class F members.

Sec. 9.—Honorary Members. Honorary members shall be gentlemen whose

scientific or practical knowledge in matters relating to the electrical industry and whose efforts and interests on behalf of said industry shall commend them to this Association. They shall be elected upon unanimous recommendation of the Executive Committee, approved by a two-thirds vote of this Association. They shall have all the privileges of Class A members except the right to vote, to hold elective office, and to attend the executive session.

Sec. 10.—Accredited representatives of Class A and D members, or Class B and E members are alone eligible to office or to the Executive Committee.

Sec. 11.—In case of a corporation, the membership shall attend in the name of the Company, and such Company shall have the right to be represented at any meeting of this Association by any one of its officers or directors, or by its regularly employed manager or superintendent. Each such Company member shall have one vote only on the election of officers and Executive Committee, and on all questions coming before exclusive meetings of representatives of Class A members, Class B members, Class D members and Class E members, which shall be designated as "Executive Sessions".

Sec. 12.—Every application for active or associate membership shall be made in writing to the Secretary, and must contain a signed agreement by the applicant to comply with the requirements of the Constitution, if elected. All applicants shall be referred to the Executive Committee, and if accepted by a majority vote, the applicant shall be enrolled as a member and the application

placed on file. If any applicant fails of election, no notice of his application shall be made in the minutes of the meeting; but the application endorsed "not accepted" shall be placed on file.

Sec. 13.—Resignations must be in writing, addressed to the Secretary, and may be accepted if the member is not in arrears for dues.

ARTICLE V.—Dues.

Sec. 1.—The dues charged for membership in this Association will cover affiliated membership in the N.E.L.A. as well. Dues must be paid to the Treasurer of the C.E.A. The C.E.A. will retain one-half of the dues paid by its members. The balance shall be due and payable to the N.E.L.A. by the C.E.A.

Sec. 2.—The annual dues of Central Stations Members (Class A) in cities and towns of less than 5,000 population, shall be ten dollars; in cities and towns of 5,000 and less than 10,000, shall be fifteen dollars; in cities and towns of 10,000 and less than 25,000 shall be thirty dollars; in cities and towns of 25,000 or more shall be fifty dollars plus one-fiftieth of one per cent of the gross revenues from the sale (retail or otherwise) of electric current by the Company for the preceding calendar year, provided, however, that the maximum amount of dues from any one Class A members shall not exceed Five Hundred Dollars (\$500.00).

In the case of a company supplying current to one or more cities or towns the combined population of such cities or towns served shall be considered the population for determining fixed and percentage dues, except where any of

the cities or towns served are represented by Central Station Member Companies (Class A) in which case the population of such cities and towns shall be deducted from the combined population of cities and towns served by the supplying company in the determination of the rate of dues, and the gross revenue received from the current sold by the supplying company to such Central Station member Companies (Class A) shall be deducted from its total gross revenue. The minimum dues of a supplying Company shall not be less than Fifty Dollars per annum.

No syndicate holding company or other corporation or Association controlling or managing electric light companies shall be eligible to membership as a Class "A" member unless all of its constituent electric light companies are Class A members of the Association in good standing. But if all the constituent electric light companies of any syndicate, holding company or other corporation or association controlling or managing electric light companies are Class A members in good standing in the Association, said syndicates, holding companies or other corporations or associations are eligible to Class "A" membership in the Association, and may become Class A members after being duly elected and upon payment of dues of fifty dollars per annum.

Sec. 3.—The annual dues of Central Station individual Members (Class B) shall be three dollars including subscription to the monthly bulletin published by the N.E.L.A. Class B members may purchase at cost, Proceedings, Handbooks, and other literature that

may be published by the N.E.L.A. for general distribution.

Sec. 4.—The annual dues of Class C members shall be fixed by the Executive Committee and shall not exceed five dollars, including subscription to the monthly bulletin published by the N.E.L.A. Class C members may purchase, at cost, Proceedings, Handbooks, and other literature that may be published by the N.E.L.A. for general distribution.

Sec. 5.—The annual dues of Manufacturer Company Members (Class D) whose gross revenues from the sale of electrical apparatus and equipment for the production and use of electrical energy to Class A and Class F members or to corporations, firms, or individuals eligible to Class A or Class F membership, for the preceding calendar year is up to \$100,000 shall be \$20.00; \$225,000, \$45.00; \$400,000, \$80.00; \$500,000, \$100.00; \$1,000,000, and above \$1,000,000, \$200.00. The minimum dues for any Class D member shall not be less than twenty dollars per annum.

Sec. 6.—The annual dues of Manufacturer, Individual Members (Class E) shall be three dollars including subscription to the monthly bulletin published by the N.E.L.A. Class E members may purchase at cost, such Proceedings, Handbooks, and other literature that may be published by the N.E.L.A. for general distribution.

Sec. 7.—The annual dues of Associate Member Companies (Class F) whose gross revenue from the sale of electrical apparatus, equipment, appliances, publications, or service for the preceding calendar year is up to \$25,000 shall

be \$10.00; \$50,000 shall be \$15.00; \$100,000 shall be \$20.00; \$200,000 shall be \$25.00; \$350,000 shall be \$30.00; \$500,000 shall be \$40.00; and above \$500,000 shall be \$50.00. The minimum dues of any Class F member shall not be less than ten dollars per annum.

Sec. 8.—The annual dues of Associate Individual Members (Class G) shall be three dollars including subscription to the monthly bulletin published by the N.E.L.A. Class G members may purchase, at cost, Proceedings, Handbooks, and other literature that may be published by the N.E.L.A. for general distribution.

Sec. 9.—All dues shall be payable to the Treasurer of the C.E.A. in advance and shall cover the calendar year. Any member in arrears for sixty (60) days may be suspended from membership, but may be reinstated when all outstanding dues have been paid. In the event of an applicant for Class B, Class C, Class E or Class G membership being elected after July first, the dues for the remainder of the year shall be two dollars which will entitle the member to the N.E.L.A. monthly bulletin for the remainder of the year.

ARTICLE VI.—Officers.

Sec. 1.—The officers shall be a President, a First Vice-President, a Second Vice-President, a Third Vice-President, a Secretary and a Treasurer. The President, Vice-Presidents, Secretary and Treasurer shall be elected from Class A or Class B members to serve one year from July 1st, or until their successors shall have been elected. The

offices of Secretary and Treasurer may be held by one person. At the option of the Executive Committee a paid Secretary may be appointed who will devote his entire attention to the Secretarial work of this Association or in connection with similar duties of other allied Associations or Societies, the compensation to be fixed by the Executive Committee.

Sec. 2.—Executive Committee.

The Executive Committee shall consist of the President, the three Vice-Presidents, the Secretary and or the Treasurer if a member or members of the Association, and twelve other members at large, eight of whom shall be chosen from Class A or B members and four from Class D and E members. At the first election, six of the twelve members at large shall serve for two years and six of the twelve members at large will be elected annually and thereafter will serve for one year only. Any six members at large as above, to consist of four members from Class A or B and two members from Classes D and E. The President will act as Chairman of the Executive Committee.

The President of the N.E.L.A. or his representative shall be ex-officio a member of the Executive Committee.

Sec. 3.—Duties of the President.

The President shall preside at all meetings of the Association and of the Executive Committee, call meetings of the Executive Committee on the request or with the consent of three members of said Committee, and when directed by the said Committee, shall call special gen-

eral executive sessions, countersign all cheques for disbursement, perform such other duties as may be provided for in this Constitution or by vote of the Association, and generally manage the affairs of the Association and promote its interests.

The President shall be the representative of the C.E.A. on the National Executive Committee of the N.E.L.A.

Sec. 4.—Duties of Vice-Presidents.

The First Vice-President, or in his absence the Second or Third Vice President, shall in the absence of the President perform his duties. All Vice-Presidents shall assist the President whenever he may ask for such assistance.

Sec. 5.—Duties of the Secretary.

The Secretary shall attend all meetings of the Association and Executive Committee, keep a record of proceedings thereat, notify members of their election and of all meetings, collect all dues and forward them when collected to the Treasurer and perform such other duties as the President or the Executive Committee shall direct. He shall report at every Annual Convention on the state of the membership of the Association and other matters of general interest to the members.

Sec. 6.—Duties of the Treasurer.

The Treasurer shall keep correct account of all cash receipts and disbursements, assets and liabilities of the Association; deposit all the funds of the Association in a chartered bank approved by the Executive Committee, and make no payments unless authorized by the Executive Committee; make all pay-

ments by cheque, countersigned by the President. He shall furnish bonds satisfactory to the Executive Committee. He shall submit at every Annual Convention a financial statement for the preceding calendar year.

Sec. 7.—Duties of the Executive Committee.

The Executive Committee shall be the governing body of the Association; they shall manage the funds of the Association; pass upon all applications for membership and the eligibility of applicants, subject to the Constitution.

ARTICLE VII.—Election of Officers.

Sec. 1.—At the first executive session of the Annual Convention the President with the approval of the Executive Committee shall appoint a Nominating Committee of five members from Class A and Class B. The Nominating Committee so appointed shall hold open sessions at which any accredited representative of a Central Station Company Member (Class A) or a Manufacturing Company member (Class D) may suggest nominations for any of the offices to be filled. The Nominating Committee shall at a subsequent executive session, bring in the names of those recommended by it for the several offices to be filled.

If there is no contest for the offices the Secretary shall be instructed to cast one ballot for the list of nominees presented by the Nominating Committee.

If there is a contest for the offices the election shall take place in the following order:

1. The President.

2. The First Vice-President.
3. The Second Vice-President.
4. The Third Vice-President.
5. The Secretary.
6. The Treasurer.
7. The six members of the Executive Committee.

All officers and members of the Executive Committee may be re-elected.

Sec. 2.—Procedure.

The President having read the report of the Nominating Committee, shall appoint two members to act as tellers, whose duty it shall be to collect the ballots, count the votes, and report the results to the President. A nominee for any office cannot act as teller at the election for that office.

The President shall call for nominations for the first office on the list above, allowing two minutes, or more at his discretion, for making nominations, after which he shall declare the nominations closed. Any member present may nominate any other eligible member for any office or for membership in the Executive Committee.

Every member shall deposit with the tellers a paper ballot bearing the name of the nominee or nominees for whom he desires to vote, and nothing else.

The tellers having reported the result of any vote, the President shall declare elected the nominee or nominees receiving the greatest number of votes unless in the case of officers, such number be less than a majority of the votes cast. If no nominee receives a majority of the votes cast, the nominee receiving the least number shall be retired from the

contest and a new ballot shall be taken, to be repeated, if necessary, until a nominee shall have received a majority of the votes. This shall not apply to the election of the Executive Committee.

The procedure set forth above shall be followed in the election of the different officers.

In electing members to the Executive Committee for the six vacancies caused by the retirement of four representatives from Class A and B and two representatives from Class D and E, six names must be written on each ballot paper and the four members from Class A and B and the two members from Class D or E receiving the greatest number of votes representing each class shall be elected.

At the request of three members present, made immediately after the result of any election has been announced, a recount of the votes shall be made by two new scrutineers appointed by the President.

At the close of the sitting at which elections are held the President shall destroy all the ballots.

Sec. 3.—Vacancies in Office.

Vacancies from any cause, in any office, including membership in the Executive Committee, occurring between Conventions, shall be filled for the remainder of the current term, by the Executive Committee.

ARTICLE VIII.—Meetings.

(a) The Association shall hold a Convention annually during June or July of each year at a place to be selected as provided by Article VIII., Sec. 2, and at such time as the Execu-

tive Committee for the year in which such Convention is held may decide. Special general meetings, Executive Sessions, (as meetings of representatives of Class A members and Class D members shall be designated) and meetings of the Executive Committee may be held as provided by Article VI, Section 3.

(b) One or more Executive Sessions shall be held during the progress of every annual convention for the purpose of electing Officers and the Executive Committee to consider all other matters affecting the management or interests of the Association.

(c) The President may issue invitation cards or badges to persons who are not members of the Association to attend the general sittings of any Annual Convention as guests of the Association.

Sec. 2.—Place of Annual Convention.

At every Convention, the Association sitting as a whole, shall by a vote taken by ballot select the place of the next Annual Convention or by motion refer the decision to the Executive Committee or to be elected at said Convention.

Sec. 3.—Quorum.

Ten members of Class A and or Class D members of whom not less than eight shall be Class A members shall be a quorum for business at any meeting of the Association. At meetings of the Executive Committee the quorum shall be five of which three shall be Class A and or B.

ARTICLE IX.—Exhibitions.

The Executive Committee may authorize the holding of such exhibitions or contests as it may deem proper at

such times and places as it may designate or assign. Such exhibitions and such contests held under the auspices of the C.E.A. shall be governed by such rules and regulations as the Executive Committee or its delegates shall prescribe, or such rules and regulations as may be prescribed by the N.E.L.A. These exhibitions or contests may be subsidized by the C.E.A. at the discretion of the Executive Committee.

ARTICLE X.—Committees.

Sec. 1.—At any Annual Convention the members shall decide by resolution what Special Committees, if any, shall be appointed for the ensuing term.

The members having decided by resolution what Special Committees are necessary, the appointment of the personnel of such committees shall be made by the President-elect.

All such Committees shall serve from the close of the Convention at which they are appointed until the close of the next following Convention.

The member first named on any Special Committee shall be the Convenor thereof. At its first meeting every such Committee shall elect a Chairman, who shall thereafter be the Convenor.

All Special Committees shall make a report at the Annual Convention following their election.

Sec. 2.—The Executive Committee may appoint provincial committees in the various provinces of Canada for the purpose of increasing membership and assisting the Executive Committee in promoting the interests of the Association in their respective provinces. Said provincial committees shall each

elect a Chairman and Secretary and notify the Secretary of the Association of such election. On the request of a majority of any such provincial committee, the Executive Committee may, at its discretion, authorize said Provincial Committee to hold a Provincial Convention under the auspices of this Association.

Sec. 3.—The Executive Committee upon application of any Class A member having in its employ not less than 10 Class B members may authorize the organization of any or all of the officers and employees of said Class A member into a Company section of the C.E.A., the Officers, Executive Committee and Committee Chairman of which shall be elected from Class B membership.

A Company section may include as Limited Members, those employees of Class A members who desire to participate in the local section's activities but who are not yet qualified for Class B membership. The dues from such Limited Members shall go into the local Section Treasury.

ARTICLE XI.—Auditor.

The President shall appoint one auditor to audit the accounts of the Treasurer at the close of the fiscal year, and present a written report at the following Annual Convention.

ARTICLE XII.—Order of Business.

The following shall be the order of business at all Annual Conventions in general session, time for general business, reading of papers, and discussions, being allowed between or after the following orders, as may be arranged by

the Executive Committee, and if not so arranged at the discretion of the Chairman.

1. Reading and approval of the minutes of the last Annual Convention.
2. Reports of Secretary and financial statement of Treasurer.
3. Report of Auditors.
4. Other reports and communications.
5. Consideration of reports and communications.
6. Naming of Special Committees.
7. General Business.
8. Selection of place for next Annual Convention.

At Executive Sessions the order of business shall be:

1. Reading of minutes of last Executive Session.
2. Reports and communications.
3. Unfinished business.
4. New business.
5. Elections.

ARTICLE XIII.—Rules of Order.

(a) Voting.

1. Except where voting by ballot is prescribed herein, the Chairman shall take the sense of the meeting by voice, or by asking members to stand, but on demand of two Class A members or two Class D members, the Secretary shall record the yeas and nays.
2. The Chairman shall not vote except in case of a tie, when he shall have the casting vote. Voting by proxy shall not be allowed.

- (h) All motions must be seconded and shall, except those of a purely routine character, be made in writing.
- (c) No member, unless allowed by the President, shall speak more than once on any question, motion or amendment, or at greater length than five minutes. The mover of a motion shall have the additional right to close the discussion.
- (d) Any motion may be reconsidered immediately after its adoption, i.e., re-voted upon without discussion, on the demand of three active members present. The result of such a re-vote shall be final.
- (e) The President shall decide all points of order. An appeal may be taken without debate against his ruling; a vote of two-thirds of the voting members present being required to reverse the ruling.
- (f) Todd's Parliamentary Practice shall be the governing law of the Association in all cases not provided for in its own Constitution or By-Laws.

ARTICLE XIV.—Amendments.

Amendments to this Constitution may be made at any general meeting, special general meeting called for the purpose or Executive Session in the following manner:

1. Notice of proposed amendment in writing, after having been submitted to the meeting shall be referred to a Com-

mittee of three members, two at least of whom shall be from Class A and or B, appointed by the Chairman.

2. Said Committee shall report to the meeting said amendment in its original form, or with such alterations in the form as said Committee shall deem advisable to recommend, without altering the sense or purport of the amendment.

3. The amendment may not be voted upon at the same sitting at which the said notice is submitted.

4. A two-thirds vote of voting members present shall be required to carry the amendment.

5. If the meeting is not held during an annual convention, the notice of proposed amendments must be sent to all Class A and Class D member companies with notice of such meeting at least ten days before the date set for it.

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